

The Honorable Christopher M. Alston
Chapter 7
Hearing Date: August 25, 2022
Hearing Time: 9:30 a.m.
Hearing Location: Seattle, WA
Response Date: August 18, 2022

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE

In Re:

UniEnergy Technologies LLC,

Debtor.

Case No. 21-11903-CMA

FOSTER GARVEY DECLARATION OF DISINTERESTEDNESS

I, Deborah A. Crabbe, declare and state under penalty of perjury as follows:

1. I am an attorney at law, duly admitted to practice in the state of Washington and in the United States District Court for the Western District of Washington. I have personal knowledge of the facts set forth herein and am competent to testify to them.

2. I am a member of the law firm Foster Garvey PC (“Foster Garvey”), which maintains its offices at 1111 Third Avenue, Suite 3000, Seattle, Washington 98101.

3. Trustee Edmund J. Wood (“Trustee”) has expressed a desire to hire Foster Garvey as counsel in this case.

4. I have reviewed the *Federal Rules of Bankruptcy Procedure*, Rule 1007(a)(2) *Creditors List* [D.I. 216] filed on June 23, 2022 and caused a conflict check to be conducted for all parties included on such list. I disclose the following regarding Foster Garvey's representation of creditors and parties in interest who appear on such list.

5. Foster Garvey’s conflicts data shows that Foster Garvey previously represented UniEnergy Technologies LLC (the “Debtor”) between 2014 and 2019 with Foster Garvey billing

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1 a total of 74.1 hours during this time period and 50.3 of those hours billed in 2014.

2 6. Foster Garvey represented the Debtor for three matters: conversion of the Debtor
3 to a limited liability company, audit letter requests and miscellaneous tax matters.

4 7. One lawyer, Denny Wong, was responsible for the majority of hours spent on
5 three matters for the Debtor. Mr. Wong transitioned from being a partner of the firm to “of
6 counsel” on May 16, 2020. Mr. Wong remains “of counsel” to Foster Garvey but does not
7 perform a significant amount of work for the firm billing approximately 50 to 100 billable hours
8 per year.

9 8. The last work performed for the Debtor occurred over three years ago between
10 February and April 2019 with a total of 5.5 hours billed in 2019. The last work performed was
11 on April 9, 2019.

12 9. Foster Garvey’s conflicts data shows that Foster Garvey currently represents Cox
13 Castle & Nicholson LLP, which is listed as a potential creditor in these proceedings. We have
14 consulted with the attorney responsible for representing Cox Castle and have determined that
15 (1) Foster Garvey currently represents Cox Castle in real estate/finance matters which primarily
16 involves acting as local Washington counsel providing advice and review of loan documents;
17 and (2) none of these matters are related to or involve the Debtor. In accordance with the request
18 of the attorney representing Cox Castle, Cox Castle has been separately notified of Foster
19 Garvey’s potential representation of the Trustee in this case.

20 10. Foster Garvey’s conflicts data shows that Foster Garvey currently represents
21 Holland & Knight LLP, which is listed as a potential creditor in these proceedings. We have
22 consulted with the attorney responsible for representing Holland & Knight and have determined
23 that (1) Foster Garvey currently represents Holland & Knight in real estate/finance matters which
24 primarily involves acting as local Washington counsel providing advice and review of loan
25 documents; and (2) none of these matters are related to or involve the Debtor. In accordance
26 with the request of the attorney representing Holland & Knight, Holland & Knight has been

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1 separately notified of Foster Garvey's potential representation of the Trustee in this case.

2 11. Foster Garvey's conflicts data shows that Foster Garvey currently represents
3 Moss Adams LLP, which is listed as a potential creditor in these proceedings. We have
4 consulted with the attorney responsible for representing Moss Adams and have determined that
5 (1) Foster Garvey currently represents Moss Adams in connection with certain legal proceedings;
6 and (2) none of these matters are related to or involve the Debtor. In accordance with the request
7 of the attorney representing Moss Adams, Moss Adams has been separately notified of Foster
8 Garvey's representation of the Trustee in this case.

9 12. Foster Garvey's conflicts data shows that Foster Garvey currently represents USI,
10 Inc., USI Insurance Services LLC, and Kibble & Prentice Holding Company (collectively,
11 the "USI Entities"), which are affiliates of USI Advisors, Inc., which is listed as a potential
12 creditor in these proceedings. We have consulted with the attorney responsible for representing
13 the USI Entities and have determined that (1) Foster Garvey currently represents the USI Entities
14 in several matters, including litigation matters involving enforcement of restrictive covenants
15 against former employees; defending claims by USI Entity insurance clients; and advising
16 regarding certain local tax matters; and (2) none of these matters are related to or involve the
17 Debtor. In accordance with the request of the attorney representing the USI Entities, the USI
18 Entities have been separately notified of Foster Garvey's potential representation of the Trustee
19 in this case.

20 13. Foster Garvey's conflicts data shows that Foster Garvey previously represented
21 Gary Yang, who we understand has previously served as an officer of the Debtor. Foster
22 Garvey's representation of Gary Yang was limited to consultation regarding the formation of
23 ZGY Power LLC and involved 1.9 hours of work with all time billed on February 24, 2020. Mr.
24 Wong, the same lawyer who was responsible for the majority of hours spent on matters for the
25 Debtor, also performed this work for Mr. Yang.

1 14. Foster Garvey's conflict data shows that Foster Garvey previously represented
2 Aramark Corporation in financing and real estate matters, but none of the matters were related to
3 or involving the Debtor.

4 15. Foster Garvey's conflict data shows that Foster Garvey has been previously
5 adverse to Aramark, Inc. and Aramark Corporation in litigation and contract matters, but none of
6 the matters were related to or involving the Debtor.

7 16. Foster Garvey's conflict data shows that Foster Garvey has been previously
8 adverse to CDW Direct, LLC in an unrelated chapter 11 bankruptcy case, but this matter was not
9 related to or involving the Debtor.

10 17. Foster Garvey's conflict data shows that Foster Garvey is and has been previously
11 adverse to Cintas Corporation in contract matters, but none of the matters were related to or
12 involving the Debtor.

13 18. Foster Garvey's conflict data shows that Foster Garvey is and has been previously
14 adverse to Cisco Systems, Inc., in business, contract, and financing matters, but none of the
15 matters were related to or involving the Debtor.

16 19. Foster Garvey's conflict data shows that Foster Garvey previously represented
17 Comcast Corporation in tax matters, but this work was unrelated to or involving the Debtor.

18 20. Foster Garvey's conflict data shows that Foster Garvey has been previously
19 adverse to Comcast Corporation in real estate, bankruptcy, and other unrelated matters, but none
20 of the matters were related to or involving the Debtor.

21 21. Foster Garvey's conflict data shows that Foster Garvey is and has been previously
22 adverse to DHL in litigation and bankruptcy matters, but none of the matters were related to or
23 involving the Debtor.

24 22. Foster Garvey's conflict data shows that Foster Garvey has been previously
25 adverse to Honey Bucket in bankruptcy and contract matters, but none of the matters were
26 related to or involving the Debtor.

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DECLARATION OF DISINTERESTEDNESS - 4

1 23. Foster Garvey's conflict data shows that Foster Garvey previously represented
2 Iron Mountain in labor and intellectual property matters, but none of the matters were related to
3 or involving the Debtor.

4 24. Foster Garvey's conflict data shows that Foster Garvey has been previously
5 adverse to Iron Mountain in contract and other unrelated matters, but none of the matters were
6 related to or involving the Debtor.

7 25. Foster Garvey's conflict data shows that Foster Garvey has been previously
8 adverse to Navia Benefit Solutions, Inc. in bankruptcy matters, but none of the matters were
9 related to or involving the Debtor.

10 26. Foster Garvey's conflict data shows that Foster Garvey has been previously
11 adverse to Paper Material Handling, Inc., in bankruptcy matters, but none of the matters were
12 related to or involving the Debtor.

13 27. Foster Garvey's conflict data shows that Foster Garvey previously represented
14 Perkin Coie in business and various legal matters, but none of the matters were related to or
15 involving the Debtor.

16 28. Foster Garvey's conflict data shows that Foster Garvey has been previously
17 adverse to Perkins Coie in real estate, bankruptcy, and other unrelated matters, but none of the
18 matters were related to or involving the Debtor.

19 29. Foster Garvey's conflict data shows that Foster Garvey has been previously
20 adverse to Puget Sound Energy in real estate, bankruptcy, and other unrelated matters, but none
21 of the matters were related to or involving the Debtor.

22 30. Foster Garvey's conflict data shows that Foster Garvey previously represented
23 United Postal Service ("UPS") in loan refinance matters, but none of the matters were related to
24 or involving the Debtor.

25 31. Foster Garvey's conflict data shows that Foster Garvey has been previously
26 adverse to UPS (and related entities) in real estate, bankruptcy, and other legal matters, but none

1 of the matters were related to or involving the Debtor.

2 32. Foster Garvey's conflict data shows that Foster Garvey previously represented
3 Waste Management Inc. in tort matters, but none of the matters were related to or involving the
4 Debtor.

5 33. Foster Garvey's conflict data shows that Foster Garvey has been previously
6 adverse to Waste Management Inc., in land use, bankruptcy, and other legal matters, but none of
7 the matters were related to or involving the Debtor.

8 34. Foster Garvey's conflict data shows that Foster Garvey has been previously
9 adverse to Avista Utilities in bankruptcy and other legal matters, but none of the matters were
10 related to or involving the Debtor.

11 35. Foster Garvey's conflict data shows that Foster Garvey has been previously
12 adverse to Battelle Memorial Institute in litigation and contract matters, but none of the matters
13 were related to or involving the Debtor.

14 36. Foster Garvey's conflict data shows that Foster Garvey has been previously
15 adverse to The Chemours Company in class action matters, but none of the matters were related
16 to or involving the Debtor.

17 37. Foster Garvey's conflict data shows that Foster Garvey has been previously
18 adverse to Christensen O'Connor Johnson Kindness PLLC in bankruptcy, and other legal
19 matters, but none of the matters were related to or involving the Debtor.

20 38. Foster Garvey's conflict data shows that Foster Garvey previously represented
21 Global Ventures Inc., in real estate matters and telecommunications matters, but none of the
22 matters were related to or involving the Debtor.

23 39. Foster Garvey's conflict data shows that Foster Garvey previously represented
24 Polsinelli PC in loan and financial matters, but none of the matters were related to or involving
25 the Debtor.

26 40. Foster Garvey's conflict data shows that Foster Garvey has been previously

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1 adverse to Polsinelli PC in litigation matters, but none of the matters were related to or involving
2 the Debtor.

3 41. Foster Garvey's conflict data shows that Foster Garvey is and has been previously
4 adverse to Praxair, Inc., in land use and labor matters, but none of the matters were related to or
5 involving the Debtor.

6 42. Foster Garvey's conflict data shows that Foster Garvey previously represented
7 Rosen Bel-Kirk Associates LLC in real estate matters, but none of the matters were related to or
8 involving the Debtor.

9 43. Foster Garvey's conflict data shows that Foster Garvey has been previously
10 adverse to Snell & Wilmer in real estate matters, but none of the matters were related to or
11 involving the Debtor.

12 44. Foster Garvey's conflict data shows that Foster Garvey previously represented
13 Snohomish County PUD in real estate and financing matters, but none of the matters were
14 related to or involving the Debtor.

15 45. Foster Garvey's conflict data shows that Foster Garvey has been previously
16 adverse to Snohomish County PUD in bankruptcy and financing matters, but none of the matters
17 were related to or involving the Debtor.

18 46. Foster Garvey's conflict data shows that Foster Garvey has been previously
19 adverse to an individual named John Fitzsimmons in contract matters, but none of the matters
20 were related to or involving the Debtor.

21 47. Foster Garvey's conflict data shows that Foster Garvey has been previously
22 adverse to Northern Safety & Industrial in receivership matters, but none of the matters were
23 related to or involving the Debtor.

24 48. Foster Garvey's conflict data shows that Foster Garvey has been previously
25 adverse to a Star Rentals, Inc., in real estate and litigation matters, but none of the matters were
26 related to or involving the Debtor.

1 49. Foster Garvey's conflict data shows that Foster Garvey has been previously
2 adverse to Cascade Columbia Distribution Co., in litigation matters, but none of the matters were
3 related to or involving the Debtor.

4 50. Foster Garvey's conflict data shows that Foster Garvey has been previously
5 adverse to Clean Harbor Environmental in bankruptcy matters, but none of the matters were
6 related to or involving the Debtor.

7 51. Foster Garvey's conflict data shows that Foster Garvey previously represented
8 Johnson Controls - TYCO in litigation matters, but none of the matters were related to or
9 involving the Debtor.

10 52. Foster Garvey's conflict data shows that Foster Garvey has been previously
11 adverse to Johnson Controls, Inc., in litigation and business matters, but none of the matters were
12 related to or involving the Debtor.

13 53. Foster Garvey's conflict data shows that Foster Garvey has been previously
14 adverse to Plantscapes Inc. in litigation matters, but none of the matters were related to or
15 involving the Debtor.

16 54. Foster Garvey's conflict data shows that Foster Garvey previously represented US
17 Bancorp in real estate, tax, and other legal matters, but none of the matters were related to or
18 involving the Debtor.

19 55. Foster Garvey's conflict data shows that Foster Garvey has been previously
20 adverse to US Bancorp in litigation, bankruptcy, and other unrelated matters, but none of the
21 matters were related to or involving the Debtor.

22 56. Foster Garvey's conflict data shows that Foster Garvey previously represented
23 Washington Clean Technology Alliance in pro bono matters, but none of the matters were
24 related to or involving the Debtor.

25 57. Foster Garvey's conflict data shows that Foster Garvey has been previously
26 adverse to Environmental Control in real estate matters, but none of the matters were related to

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1 or involving the Debtor.

2 58. Foster Garvey's conflict data shows that Foster Garvey previously represented
3 Hawk Ridge Systems in labor and business matters, but none of the matters were related to or
4 involving the Debtor.

5 59. Foster Garvey's conflict data shows that Foster Garvey previously represented
6 ISOutsource in labor matters, but none of the matters were related to or involving the Debtor.

7 60. Foster Garvey's conflict data shows that Foster Garvey has been previously
8 adverse to ISOutsource in creditor and labor matters, but none of the matters were related to or
9 involving the Debtor.

10 61. Foster Garvey's conflict data shows that Foster Garvey has been previously
11 adverse to Landstar Ranger, Inc. in litigation matters, but none of the matters were related to or
12 involving the Debtor.

13 62. Foster Garvey's conflict data shows that Foster Garvey has been previously
14 adverse to Puget Sound Energy, Inc., in real estate, tax, and other unrelated matters, but none of
15 the matters were related to or involving the Debtor.

16 63. Foster Garvey's conflict data shows that Foster Garvey has been previously
17 adverse to Snohomish County Treasurer in financing, bankruptcy, and other unrelated matters,
18 but none of the matters were related to or involving the Debtor.

19 64. Foster Garvey's conflict data shows that Foster Garvey has been previously
20 adverse to Yusen Logistics in contract matters, but none of the matters were related to or
21 involving the Debtor.

22 65. We have reviewed each of the matters in which Foster Garvey previously
23 represented the Debtor's creditors listed above and have confirmed, as already stated herein, that
24 the matters do not relate to or involve the Debtor.

25 66. Foster Garvey's conflicts data shows that Foster Garvey currently represents
26 clients who are adverse to several entities listed as creditors in this bankruptcy proceeding. The

1 matters in which Foster Garvey represents those clients adverse to creditors are unrelated to this
2 bankruptcy proceeding and/or the Debtor.

3 67. We have consulted with the Trustee who has waived any potential conflict issues
4 described herein with existing Foster Garvey clients on the same terms and conditions as set
5 forth herein.

6 68. Foster Garvey also represents the Trustee in other cases as follows:

- 7 o TOC Holdings Co., fka Time Oil Co., Case No. 17-11872-CMA;
- 8 o Delton Jay Bonds and Stella P W Bonds, Case No. 20-11244-CMA;
- 9 o Jyun Shimizu and Annie Genevieve Teletchea, Case No. 20-12644-CMA;
- 10 o Michael Anthony Arrieta, Case No. 21-10205-CMA; and
- 11 o Edson Fessenden Gallaudet, III and Julie Elizabeth Gallaudet, Case No. 21-11155-CMA.

12 69. Except as described herein, Foster Garvey's conflicts data search shows that it has
13 no connection or business dealings with the Debtor, creditors, any party in interest, their
14 respective attorneys and accountants, the United States Trustee, or any person employed in the
15 office of the United States Trustee. Foster Garvey will continue to monitor the creditor matrix
16 and files for this matter and will provide the court with supplemental disclosures to the extent
17 necessary.

18 70. Based upon the foregoing disclosures, I believe Foster Garvey is a "disinterested
19 person" within the meaning of §§ 101(14) and 327 of the Bankruptcy Code. Moreover, Foster
20 Garvey obtains employment as a professional person under 11 U.S.C. § 327 on a regular basis in
21 this Court.

22 71. My partner Dan Youngblut and I will serve as the primary lawyers from Foster
23 Garvey representing the Trustee in this matter. My current hourly billing rate is \$535.00 per
24 hour; Mr. Youngblut's current hourly billing rate is \$475.00. Other Foster Garvey attorneys may
25 work on this case, and their billing rates will be disclosed in connection with any fee application.
26 These rates may be adjusted on an annual basis or from time to time to reflect market conditions.

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1 72. I have read and am familiar with the requirements of Local Rule 2016-1 of the
2 United States Bankruptcy Court for the Western District of Washington.

I certify under penalty of perjury under the laws of the State of Washington that the foregoing is true and correct.

6 ||| /s/ Deborah A. Crabbe

Deborah Crabbe

9 Executed this 19th day of July, 2022,
at Kirkland, Washington.

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DECLARATION OF DISINTERESTEDNESS - 11

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